SEC Form 4

**FORM 4**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).



|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| **UNITED STATES SECURITIES AND EXCHANGE COMMISSION** |  |  |  |  |  |
| Washington, D.C. 20549 |  |  |  |  |  |
|  | OMB APPROVAL | | |  |
|  |  |  |
| **STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP** |  |  |  |  |  |
|  | OMB Number: | 3235-0287 |  |  |
|  | Estimated average burden | | |  |
|  |  |  |
| Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 |  | hours per response: | 0.5 |  |  |
|  |  |  |  |  |
|  |  |  |  |  |



or Section 30(h) of the Investment Company Act of 1940



1. Name and Address of Reporting Person\*

[Moller-San Pedro Claus Juan](http://www.sec.gov/cgi-bin/browse-edgar?action=getcompany&CIK=0001753222)

(Last) (First) (Middle)

C/O Y-MABS THERAPEUTICS, INC.

230 PARK AVENUE, SUITE 3350

2. Issuer Name **and** Ticker or Trading Symbol

[Y-mAbs Therapeutics, Inc.](http://www.sec.gov/cgi-bin/browse-edgar?action=getcompany&CIK=0001722964) [ YMAB ]

3. Date of Earliest Transaction (Month/Day/Year)

12/02/2020

1. Relationship of Reporting Person(s) to Issuer (Check all applicable)

|  |  |  |  |
| --- | --- | --- | --- |
| X | Director | 10% Owner |  |
| X | Officer (give title | Other (specify |  |
| below) | below) |  |
|  |  |

Chief Executive Officer

|  |  |  |  |
| --- | --- | --- | --- |
| (Street) | |  |  |
|  | NEW YORK | NY | 10169 |
|  |  |  |  |
|  | (City) | (State) | (Zip) |

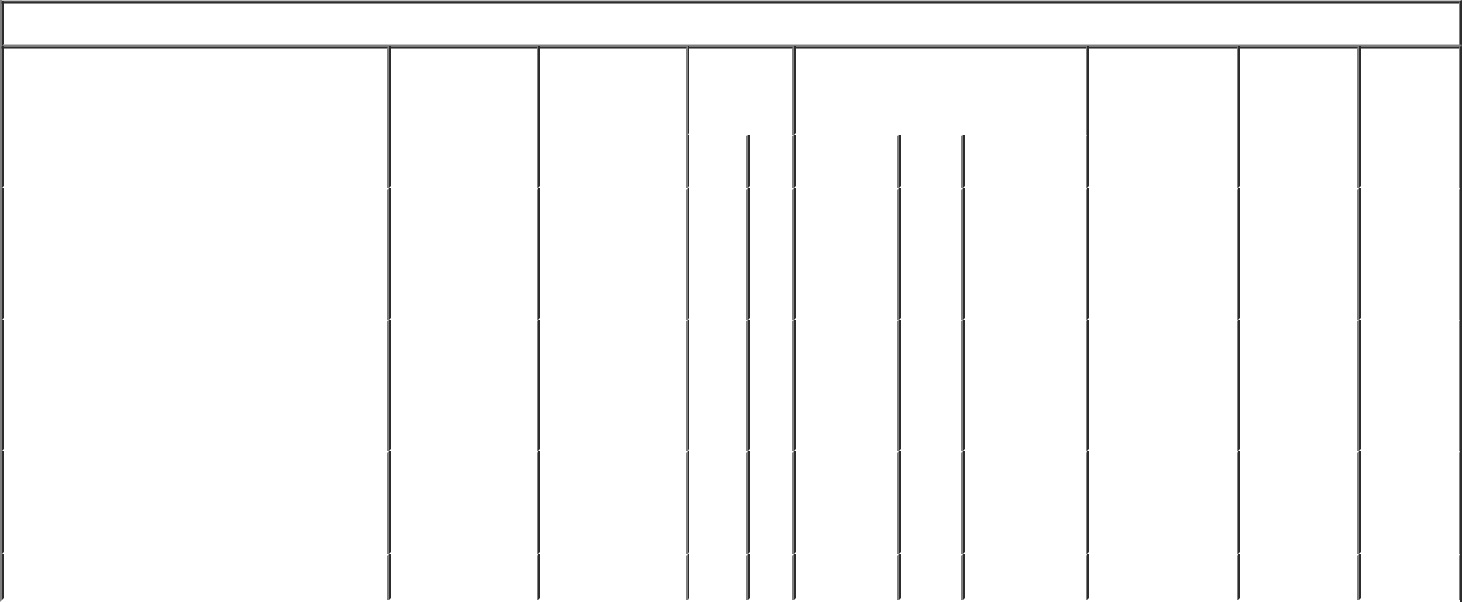
4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable

Line)

X Form filed by One Reporting Person

Form filed by More than One Reporting

Person



**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  | **1. Title of Security (Instr. 3)** | | | **2. Transaction** | | **2A. Deemed** | | | **3.** |  | **4. Securities Acquired (A) or** | | | |  | **5. Amount of** | | | **6. Ownership** | **7. Nature** | | | |  |
|  |  |  |  | **Date** | | **Execution Date,** | | | **Transaction** | | **Disposed Of (D) (Instr. 3, 4 and 5)** | | | |  | **Securities** | | | **Form: Direct** | **of Indirect** | | | |  |
|  |  |  |  | **(Month/Day/Year) if any** | | |  |  | **Code (Instr.** | |  |  |  |  |  | **Beneficially** | | | **(D) or** | **Beneficial** | | | |  |
|  |  |  |  |  |  | **(Month/Day/Year)** | | | **8)** |  |  |  |  |  |  | **Owned Following** | | | **Indirect (I)** | **Ownership** | | | |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | **Reported** | | | **(Instr. 4)** | **(Instr. 4)** | | | |  |
|  |  |  |  |  |  |  |  |  |  |  |  | **(A) or** |  |  |  |  |
|  |  |  |  |  |  |  |  |  | **Code V** | | **Amount** | **Price** | |  | **Transaction(s)** | | |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  | **(D)** |  | **(Instr. 3 and 4)** | | |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | By CM | | | |  |
|  | Common Stock | |  | 12/02/2020 | | |  |  |  | S | 40,734 | D | $51.2654(1) | | |  | 616,569 | | I | Holding | | | |  |
|  |  |  |  |  |  | 2015 |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | ApS(2) |  | | |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | By CM | | | |  |
|  | Common Stock | |  | 12/03/2020 | | |  |  |  | S | 9,266 | D | $50.9796(3) | | |  | 607,303 | | I | Holding | | | |  |
|  |  |  |  |  |  | 2015 |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | ApS(2) |  | | |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | By | | | |  |
|  | Common Stock | |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | 1,900 | I | minor | | | |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | child(4)(5) | | | |  |
|  | Common Stock | |  |  |  |  |  |  |  |  |  |  |  |  |  |  | 15,625 | | D |  |  |  |  |  |
|  |  |  |  | |  | | |  | | | | | |  | |  | | |  |  |  |  |  |  |
|  |  |  | **Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned** | | | | | | | | | | | | | | | |  |  |  |  |  |  |
|  |  |  |  | **(e.g., puts, calls, warrants, options, convertible securities)** | | | | | | | | | | |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  | | |  | |  | |  |  | | |  | |  | | |  |  |
|  | **1. Title of** | **2.** | **3. Transaction** | **3A. Deemed** | | **4.** | **5. Number** | | | **6. Date Exercisable and** | | **7. Title and** | | | **8. Price of** | | | **9. Number of 10.** | | **11. Nature** | | | |  |
|  | **Derivative** | **Conversion** | **Date** | **Execution Date,** | | **Transaction** | **of** | |  | **Expiration Date** | | **Amount of** | | | **Derivative** | | | **derivative** | **Ownership** | **of Indirect** | | | |  |
|  | **Security** | **or Exercise** | **(Month/Day/Year)** | **if any** | | **Code (Instr.** | **Derivative** | | | **(Month/Day/Year)** | | **Securities** | | | **Security** | |  | **Securities** | **Form:** | **Beneficial** | | | |  |
|  | **(Instr. 3)** | **Price of** |  | **(Month/Day/Year)** | | **8)** | **Securities** | | |  |  | **Underlying** | | | **(Instr. 5)** | |  | **Beneficially** | **Direct (D)** | **Ownership** | | | |  |
|  |  | **Derivative** |  |  |  |  | **Acquired** | |  |  |  | **Derivative** | | |  |  |  | **Owned** | **or Indirect** | **(Instr. 4)** | | | |  |
|  |  | **Security** |  |  |  |  | **(A) or** | |  |  |  | **Security (Instr.** | | |  |  |  | **Following** | **(I) (Instr. 4)** |  |  |  |  |  |
|  |  |  |  |  |  |  | **Disposed** | |  |  |  | **3 and 4)** | | |  |  |  | **Reported** |  |  |  |  |  |  |
|  |  |  |  |  |  |  | **of (D)** | |  |  |  |  |  |  |  |  |  | **Transaction(s)** | |  |  |  |  |  |
|  |  |  |  |  |  |  | **(Instr. 3, 4** | | |  |  |  |  |  |  |  |  | **(Instr. 4)** |  |  |  |  |  |  |
|  |  |  |  |  |  |  | **and 5)** | |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  | **Amount** | |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  | **or** | |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  | **Date** | **Expiration** |  | **Number** | |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  | **Code V** | **(A) (D)** | |  | **Title** | **of** | |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  | **Exercisable Date** | | **Shares** | |  |  |  |  |  |  |  |  |  |  |



**Explanation of Responses:**

1. This transaction was executed in multiple trades at prices ranging from $51.00 to $51.975. The price reported reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the transaction was effected.
2. CM Holding 2015 ApS is Reporting Person's personal holding company of which Reporting Person is the sole owner and as such Reporting Person has sole voting and dispositive power with respect to such shares.
3. This transaction was executed in multiple trades at prices ranging from $50.81 to $51.16. The price reported reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the transaction was effected.
4. Reporting Person may be deemed to have a pecuniary interest in the securities due to family relationship.
5. Reporting Person disclaims beneficial ownership of the securities reported and this report shall not be deemed an admission that Reporting Person is the beneficial owner of such securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| /s/ Claus Juan Moller San | | | 12/04/2020 | |  |
| Pedro |  |  |  |
|  |  |  |
| \*\* Signature of Reporting Person | | | Date | |  |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, *see* Instruction 4 (b)(v).

* Intentional misstatements or omissions of facts constitute Federal Criminal Violations *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a). Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**